Permit #F00023456

FilmL.A., Inc.
1201 W. 5th Street, Suite T-800
Los Angeles, CA 90017
t: (213)977-8600 - f: (213)977-8601
www.filmla.com

Summary Information

Permit No: F00023456 **Type of Permit:** FILMING **Release Date:** 01/15/2010

Production Company BULLY PICTURES

Insured Company Name BULLY PICTURES
Contact Phone No. 1 310-745-1635
Contact Phone No. 2
Fax
Address 858 BURRELL ST
MARINA DEL REY, California 90292

Production Title CADILLAC

Type of Production Commercial - Standard

Producer MATT LYNCH

Director NIGEL SIMPKISS

1st AD MONTE GREENLEE

Production Manager NATHAN HAENER

FilmL.A. Coordinator Hans Groszkruger

Location Manager ALBERT EPPS
Primary Phone Mobile - 213-479-7975
Secondary Phone

Location Assistant N/A N/A
Primary Phone Office - 000-000-0000
Secondary Phone

Fees

Posting 600	$208.00
Posting 1200	$208.00
Notification Charge	$540.00
FILMLA FILM APPLICATION FEE	$625.00
LA CITY LANE AND STREET CLOSURE FEE	$312.00
LA CITY FIRE DEPARTMENT SPOT CHECK SURCHARGE	$85.00

Total Permit Fee $1,978.00

Number of Locations 7

NOT A PERMIT

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Summary Information — Location

Permit Number F00023456
Production Company BULLY PICTURES
Insured Company BULLY PICTURES
Production Title CADILLAC

Location Manager ALBERT EPPS
Primary Phone Mobile - 213-479-7975
Secondary Phone

Location Address 2nd ST, Figueroa ST - Hill ST, Los Anglees, CA, 90012

Location Names 2ND ST TUNNEL

Location Type Street

Location Description

Film Dates 1/16/2010 - 1/16/2010 07:00 - 18:00

Open or Closed to the Public Open

Generic Conditions
Community Survey Obtained
Must Maintain 5' Clearance on Sidewalks/Walkways
Must maintain local/emergency access
No Cast and Crew parking on areas streets.

Please see attached documents
2nd st closure bully.pdf
HILL AT 2ND BULLY.pdf
BULLY-STREETGANG AA.pdf
Downtown LA July 2009.pdf

Equipment on Location

Type	Quantity
5 or 10 ton trucks	4
Camera cars	2
Cast/Crew vehicles	45
Condors	2
Cube Trucks	4
Generator	1
Motor Homes	2
Picture vehicles	20
Process Trailer	1
Stakebed Trucks	2
Vans	4

Personnel on Location

Type	Quantity
Cast	10
Crew	45
Off-Duty/Retired LAPD Officer(s)	4

Filming Activities Camera in car; Camera on sticks; Car-to-Car; Drive by; Drive ups & away; Driving shots; Equipment on sidewalk & street; Equipment on sidewalk, in curb lane & across street; Exterior Dialogue; Exterior establishing shots; Exterior MOS; Intermittent pedestrian control; Intermittent traffic control - 2 minutes standard; Precision driving; Process Trailer; Running & tow shots.; Wetdown; Lights on sidewalk on Flower St. and in tunnel.;

Jurisdiction **Political:** Los Angeles City - Council District 09 **Police:** Los Angeles Police Department **Fire:** Los Angeles City

Location Notes

Coordinator Note Prep tunnel at 05:00 with generator placement on Hill St. adjacent to tunnel. 10 person prep crew laying cable.

Parking **Base Camp** **Crew Parking**

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Summary Information — Location

Permit Number F00023456
Production Company BULLY PICTURES
Insured Company BULLY PICTURES
Production Title CADILLAC

Location Manager ALBERT EPPS
Primary Phone Mobile - 213-479-7975
Secondary Phone

	Location Type : Private Parking Lot Street : 240 S HOPE ST.	Location Type : Private Parking Lot Street : 240 S HOPE ST.
Posting "No Parking" signs	E/S FLOWER ST., 2ND ST. - NORTH 200' AND SOUTH 200'	
Approximate Footage	301 - 600	**Log Number** 1009325
Date(s)	1/16/2010 to 1/16/2010	**Time(s)** 07:00 to 22:00
Lane / Full Closure	FULL STREET CLOSURE OF 2ND ST., FIGUEROA ST. - HILL ST.	
Approximate Footage	901 - 1200	
Date(s)	1/16/2010 to 1/16/2010	**Time(s)** 07:00 to 18:00
Lane / Full Closure	E/S HILL ST, 2ND ST SOUTH 100'	
Approximate Footage	0 - 300	
Date(s)	1/16/2010 to 1/16/2010	**Time(s)** 06:00 to 18:00

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Permit #F00023456

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Summary Information — Location

Permit Number F00023456
Production Company BULLY PICTURES
Insured Company BULLY PICTURES
Production Title CADILLAC

Location Manager ALBERT EPPS
Primary Phone Mobile - 213-479-7975
Secondary Phone

Location Address 2nd ST, Figueroa ST - Hill ST, Los Anglees, CA, 90012

Location Names 2ND ST TUNNEL

Location Type Street

Location Description

Film Dates 1/23/2010 - 1/24/2010 06:00 - 18:00

Open or Closed to the Public Open

Generic Conditions
Community Survey Required
Must Maintain 5' Clearance on Sidewalks/Walkways
Must maintain local/emergency access
No Cast and Crew parking on areas streets.

Please see attached documents
2nd st closure bully.pdf
Downtown LA July 2009.pdf

Equipment on Location

Type	Quantity
5 or 10 ton trucks	4
Camera cars	2
Cast/Crew vehicles	45
Condors	2
Cube Trucks	4
Generator	1
Motor Homes	2
Picture vehicles	20
Process Trailer	1
Stakebed Trucks	2
Vans	4

Personnel on Location

Type	Quantity
Cast	10
Crew	45
Off-Duty/Retired LAPD Officer(s)	4

Filming Activities CANCEL LOCATION PER T BALLOU ON 1-13-10;

Jurisdiction **Political:** Los Angeles City - Council District 09 **Police:** Los Angeles Police Department **Fire:** Los Angeles City

Location Notes

Coordinator Note CANCELED

Parking

Base Camp
Location Type : Private Parking Lot
Street : 240 S HOPE ST.

Crew Parking
Location Type : Private Parking Lot
Street : 240 S HOPE ST.

Lane / Full Closure FULL CLOSURE OF 2ND ST., FIGUEROA ST. - HILL ST.

Approximate Footage 901 - 1200

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Summary Information — Location

Permit Number	F00023456	**Location Manager**	ALBERT EPPS
Production Company	BULLY PICTURES	Primary Phone	Mobile - 213-479-7975
Insured Company	BULLY PICTURES	Secondary Phone	
Production Title	CADILLAC		

Date(s) 1/23/2010 to 1/24/2010 **Time(s)** 06:00 to 18:00

NOT A PERMIT

Permit #F00023456

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Summary Information — Location

Permit Number F00023456
Production Company BULLY PICTURES
Insured Company BULLY PICTURES
Production Title CADILLAC

Location Manager ALBERT EPPS
Primary Phone Mobile - 213-479-7975
Secondary Phone

Location Address 10 Frwy, 110 Frwy, 101 Frwy, Alameda Inclusive (Excluding Freeways), Los Angeles, CA, 90071

Location Names DOWNTOWN GRID

Location Type Street

Location Description Downtown Grid

Film Dates 1/16/2010 - 1/24/2010 07:00 - 22:00

Open or Closed to the Public Open

Generic Conditions
All Vehicles must be parked legally.
Must Maintain 5' Clearance on Sidewalks/Walkways
No Cast and Crew parking on areas streets.
No interference with merchant activity
No stopping or setting up in front of merchants or residents without prior approval

Equipment on Location

Type	Quantity
Camera cars	1
Picture vehicles	2
Process Trailer	1
Vans	2

Personnel on Location

Type	Quantity
Cast	2
Crew	10
Off-Duty/Retired LAPD Officer(s)	4

Filming Activities Camera in car; Car-to-Car; Drive by; Drive ups & away; Driving shots; Driving shots with the flow of traffic; Equipment on sidewalk only.; Exterior establishing shots; Exterior MOS; Handheld equipment; Intermittent pedestrian control; Intermittent traffic control - 2 minute standard (except 0700-0900 hrs & 1500-1900 hrs); Process Trailer; Running & tow shots.;

Jurisdiction
Political: Los Angeles City - Council District 09
Police: Los Angeles Police Department
Fire: Los Angeles City

Location Notes Must Comply with Attached Downtown Conditions

Parking

Base Camp
Location Type : Private Parking Lot
Street : 240 S HOPE ST.

Crew Parking
Location Type : Private Parking Lot
Street : 240 S HOPE ST.

NOT A PERMIT

Permit #F00023456

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Summary Information — Location

Permit Number F00023456
Production Company BULLY PICTURES
Insured Company BULLY PICTURES
Production Title CADILLAC

Location Manager ALBERT EPPS
Primary Phone Mobile - 213-479-7975
Secondary Phone

Location Address W 6th St & S Beaudry Ave, Los Angeles, CA, 90017

Location Names

Location Type Street

Location Description LA CITY/STREET

Film Dates 1/16/2010 - 1/16/2010 07:00 - 00:00

Open or Closed to the Public Open

Generic Conditions Must Maintain 5' Clearance on Sidewalks/Walkways
No Cast and Crew parking on areas streets.

Equipment on Location

Type	Quantity
5 or 10 ton trucks	1
Camera cars	1
Cranes	1
Cube Trucks	2
Picture vehicles	2
Process Trailer	1
Vans	2

Personnel on Location

Type	Quantity
Cast	2
Crew	35
Off-Duty/Retired LAPD Officer(s)	4

Filming Activities Camera in car; Camera on sticks; Car-to-Car; Drive by; Drive ups & away; Driving shots; Equipment on sidewalk, in curb lane & across street; Exterior establishing shots; Intermittent pedestrian control; Intermittent traffic control - 2 minutes standard; Process Trailer; Running & tow shots.; Wetdown; Camera position in median.; Driving on 6th St. Ramp from Beaudry (Cal Trans Permit);

Jurisdiction **Political:** Los Angeles City - Council District 01 **Police:** Los Angeles Police Department **Fire:** Los Angeles City

Location Notes

Coordinator Note MUST CONTACT CALTRANS REGARDING DUAL PERMIT

Parking

Base Camp
Location Type : To Be Determined
Street :

Crew Parking
Location Type : To Be Determined
Street :

Posting "No Parking" signs B/S BEAUDRY ST., 6TH ST. - NORTH 200'

Approximate Footage 301 - 600 **Log Number** 1009286

Date(s) 1/16/2010 to 1/16/2010 **Time(s)** 00:00 to 00:00

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Summary Information — Location

Permit Number F00023456
Production Company BULLY PICTURES
Insured Company BULLY PICTURES
Production Title CADILLAC

Location Manager ALBERT EPPS
Primary Phone Mobile - 213-479-7975
Secondary Phone

Location Address Spring St. - 1st St. - Los Angeles St. - 2nd St., Los Angeles, CA, 90012

Location Names

Location Type Driving grid

Location Description

Film Dates 1/17/2010 - 1/17/2010 05:00 - 22:00

Open or Closed to the Public Open

Generic Conditions
Community Survey Obtained
Must Maintain 5' Clearance on Sidewalks/Walkways
No Cast and Crew parking on areas streets.
No interference with merchant activity
No stopping and setting up in residential areas before 7am or after 10pm without prior approval
No stopping or setting up in front of merchants or residents without prior approval

Equipment on Location

Type	Quantity
5 or 10 ton trucks	4
Camera cars	2
Cranes	1
Cube Trucks	2
Generator	1
Motor Homes	2
Process Trailer	1
Stakebed Trucks	1
Vans	1

Personnel on Location

Type	Quantity
Cast	10
Crew	45
Off-Duty/Retired LAPD Officer(s)	4

Filming Activities Camera in car; Camera on sticks; Car-to-Car; Drive by; Drive ups & away; Driving shots; Equipment on sidewalk & street; Equipment on sidewalk, in curb lane & across street; Exterior Dialogue; Exterior establishing shots; Handheld equipment; Intermittent pedestrian control; Intermittent traffic control - 2 minutes standard; Process Trailer; Running & tow shots.; Wetdown;

Jurisdiction **Political:** Los Angeles City - Council District 09 **Police:** Los Angeles Police Department **Fire:** Los Angeles City

Location Notes

Parking

Base Camp
Location Type : To Be Determined
Street :

Crew Parking
Location Type : To Be Determined
Street :

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Summary Information — Location

Permit Number F00023456
Production Company BULLY PICTURES
Insured Company BULLY PICTURES
Production Title CADILLAC

Location Manager ALBERT EPPS
Primary Phone Mobile - 213-479-7975
Secondary Phone

Location Address UPPER GRAND AV, 2ND ST-5TH ST, LOS ANGELES, CA, 90017

Location Names

Location Type Street

Location Description

Film Dates 1/17/2010 - 1/17/2010 05:00 - 22:00

Open or Closed to the Public Open

Generic Conditions All Vehicles must be parked legally.
Must Maintain 5' Clearance on Sidewalks/Walkways
No Cast and Crew parking on areas streets.

Equipment on Location

Type	Quantity
5 or 10 ton trucks	2
Camera cars	2
Cube Trucks	2
Generator	1
Motor Homes	2
Picture vehicles	2
Stakebed Trucks	2
Vans	2

Personnel on Location

Type	Quantity
Cast	10
Crew	45
Off-Duty/Retired LAPD Officer(s)	4

Filming Activities Camera in car; Camera on sticks; Car-to-Car; Drive by; Drive ups & away; Driving shots; Equipment on sidewalk, in curb lane & across street; Exterior Dialogue; Exterior establishing shots; Intermittent pedestrian control; Intermittent traffic control - 2 minutes standard; Process Trailer; Running & tow shots.; Wetdown; Camera in median looking down to Lower Grand Ave.;

Jurisdiction **Political:** Los Angeles City - Council District 09 **Police:** Los Angeles Police Department **Fire:** Los Angeles City

Location Notes

Parking

Base Camp
Location Type : To Be Determined
Street :

Crew Parking
Location Type : To Be Determined
Street :

Posting "No Parking" signs B/S UPPER GRAND AVE., HOPE PL. - 3RD ST.

Approximate Footage 301 - 600 **Log Number** 1009326

Date(s) 1/17/2010 to 1/17/2010 **Time(s)** 00:00 to 00:00

NOT A PERMIT

Permit #F00023456

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www.filmla.com

Summary Information — Location

Permit Number F00023456
Production Company BULLY PICTURES
Insured Company BULLY PICTURES
Production Title CADILLAC

Location Manager ALBERT EPPS
Primary Phone Mobile - 213-479-7975
Secondary Phone

Location Address LOWER GRAND AV, GTK-4TH ST, LOS ANGELES, CA, 90017

Location Names

Location Type Street

Location Description

Film Dates 1/17/2010 - 1/17/2010 05:00 - 19:00

Open or Closed to the Public Open

Generic Conditions All Vehicles must be parked legally.
Must Maintain 5' Clearance on Sidewalks/Walkways
No Cast and Crew parking on areas streets.

Equipment on Location

Type	Quantity
5 or 10 ton trucks	2
Camera cars	2
Cube Trucks	2
Generator	1
Motor Homes	2
Picture vehicles	2
Stakebed Trucks	2
Vans	2

Personnel on Location

Type	Quantity
Cast	10
Crew	45
Off-Duty/Retired LAPD Officer(s)	4

Filming Activities Camera in car; Camera on sticks; Car-to-Car; Drive by; Drive ups & away; Driving shots; Equipment on sidewalk, in curb lane & across street; Exterior Dialogue; Exterior establishing shots; Intermittent pedestrian control; Intermittent traffic control - 2 minutes standard; Process Trailer; Running & tow shots.; Wetdown;

Jurisdiction **Political:** Los Angeles City - Council District 09 **Police:** Los Angeles Police Department **Fire:** Los Angeles City

Location Notes

Parking

Base Camp
Location Type : Private Parking Lot
Street : 240 S HOPE ST PARKING LOT. TRUCKS ARRIVING AT 0500

Crew Parking
Location Type : Private Parking Lot
Street :

Posting "No Parking" signs B/S LOWER GRAND AVE., 4TH ST. - GTK WY.

Approximate Footage 301 - 600 **Log Number** 1009327

Date(s) 1/17/2010 to 1/17/2010 **Time(s)** 00:00 to 00:00

Posting "No Parking" signs B/S GTK WY., GRAND AVE. - HOPE ST.

Approximate Footage 901 - 1200 **Log Number** 1009328

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Summary Information — Location

Permit Number	F00023456	**Location Manager**	ALBERT EPPS
Production Company	BULLY PICTURES	Primary Phone	Mobile - 213-479-7975
Insured Company	BULLY PICTURES	Secondary Phone	
Production Title	CADILLAC		

Date(s)	1/16/2010 to 1/17/2010	**Time(s)**	00:00 to 00:00
Posting "No Parking" signs	B/S GTK WY., GRAND AVE. - HOPE ST.		
Approximate Footage	901 - 1200	**Log Number**	1009329
Date(s)	1/23/2010 to 1/24/2010	**Time(s)**	00:00 to 00:00

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SPECIAL FILMING CONDITIONS
RESIDENTIAL/COMMERCIAL AREAS OF
DOWNTOWN METROPOLITAN LOS ANGELES

The Special Filming Conditions described below will be included in the terms and conditions of permits issued for filming in this area and are in addition to the standard terms and conditions applicable to filming permits generally. While these Special Filming Conditions will be included as terms if a permit for filming in this area is issued, they are not intended to, and do not, establish the criteria or standards for determining whether or not a particular permit (or permits) will be issued for this area. The decision whether or not a particular permit (or permits) will be issued is vested in the discretion of the appropriate City or County department or their designees (including FilmL.A., Inc.), to be exercised consistent with public health, safety and general welfare, and applicable land-use ordinances.

The Downtown Los Angeles Central Business District is occupied by commercial/industrial businesses, as well as residential properties. There are also many popular hotels in the downtown area frequented by visitors taking advantage of our city's cultural, historical and recreational venues.

In order to better balance the concerns of business/commerce and provide for the residential aspects of this area of Los Angeles, FilmL.A. has developed the following Special Filming Conditions. Your cooperation in adhering to the Conditions will ensure the industry's continued access to these vitally important filming sites.

NOTE: THE FOLLOWING SPECIAL FILMING CONDITIONS DO NOT APPLY TO THOSE AREAS ZONED AS "LIGHT MANUFACTURING/PARKING" OR "HEAVY MANUFACTURING".

- **All filming activities (including parking of production equipment, cast/crew parking, catering, and preparation/strike) within 200 feet of any residential building (including hotels) are not permitted between the hours of 10 p.m. and 7 a.m. unless first approved by FilmL.A.** through the approved Filming Survey procedure and indicated on the permit.

- **Low level helicopter activity within ½ of a mile of residential buildings and taking place between the hours of 10:00 p.m. and 7:00 a.m. will not be allowed.**

- **All low-flying helicopter work in the vicinity of buildings, especially residential structures, requires the Federal Aviation Administration (FAA) reviewed and accepted plan of activities also to be filed with FilmL.A.**

- **Notification of the representatives of residents, merchants and businesses within 500 feet of all filming activities should be done 48 hours in advance of filming or substantial prep work, time permitting.** Additional notification beyond a distance of 500 feet may be required for permits requesting extraordinary filming activities, to be determined by FilmL.A.

- **Due to the congestion from normal commuter traffic, Intermittent Traffic Control (ITC) is generally not permitted on weekdays between the hours of 7:00 a.m. - 9:00 a.m. and 3:00 p.m. - 7:00 p.m.**

- **Production companies are required to completely remove all trash, food, cardboard boxes, etc.** from the general vicinity at the end of each filming day. Food should **NOT** be given directly to the homeless persons in the area; if a production company wishes to donate food, it

FilmL.A. Inc. NOT A PERMIT

should be delivered to missions or groups in the area which are designated and sanctioned to distribute food and other supplies to the homeless. Production companies will be held responsible for the actions of catering companies contracted to provide food for cast and crew.

- **All of the Special Conditions referenced herein apply to filming in or near the 2nd and 3rd Street tunnels.** All filming activities within the tunnels between the hours of 10:00 p.m. and 7:00 a.m. must be contained to areas at least 100 feet from tunnel openings, unless signature approval is obtained from affected residential buildings near the tunnel entrances, and indicated on the permit. The activities may not be audible beyond tunnel openings, and lighting may not illuminate or affect any nearby buildings.

In addition to the conditions referenced above, production companies must adhere to the following conditions when filming on Lower Grand Avenue between General Thaddeus Kosciusko (GTK) Way and 4th Street:

- **The walls of Lower Grand Avenue are private property** and may not be dressed, painted, or used in any way unless permission is granted by the representative of the affected property. The following are the names and phone numbers of the most affected building representatives:

o Museum of Contemporary Art (MOCA)	Cari Stafford	213.621.2766
o One California Plaza, (Maguire Properties)	Natalie Park	213.687.2284
o Two California Plaza, (Maguire Properties)	Natalie Park	213.687.2284
o Wells Fargo Center (Maguire Properties)	Holly Mattan	213.253.4297
o Omni Hotel	Dan Pietrowski	213.617.3300
o Museum Tower & Grande Promenade	Aaron Bazile	213.229.9777
o Angelus Plaza	Joan Marke	213.623.4352

- **Blocking of loading docks or parking garage entrances and exits is strictly prohibited.**

- **No special effects, including smoke, steam or fog may occur on Lower Grand Avenue** without first obtaining clearance from the appropriate building contacts and maintenance engineers. Contact must be made at least **48 hours prior** to the proposed effect(s) unless appropriate, prior notifications to designated property management representatives have been made.

- **Generators may not be placed on the enclosed portion of Lower Grand Avenue. Suggested areas for generator placement are:**

1. the curb lane of 4th Street at least 200 ft east of Lower Grand Avenue;
2. the curb lane of 4th Street west of Lower Grand Avenue beyond the left turn lane; or
3. the center of Lower Grand Avenue directly under the openings to Upper Grand Avenue.

- **Companies must obtain property contact approval prior to covering or removing any building signage** and must replace removed/covered signs with temporary signage similar to the originals. If directional or street signage is removed, the production company must provide **complete directional signage** in the surrounding area, with emphasis on alternate parking entrances and exits. **Street signs may only be removed with FilmL.A. approval.**

- **Any filming activities requested and approved with less than 48-hour notification may not interfere with other ongoing activities in the area.**

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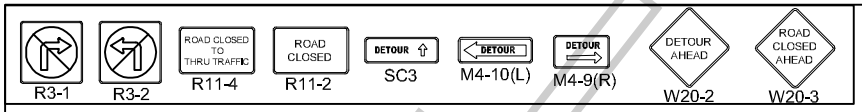
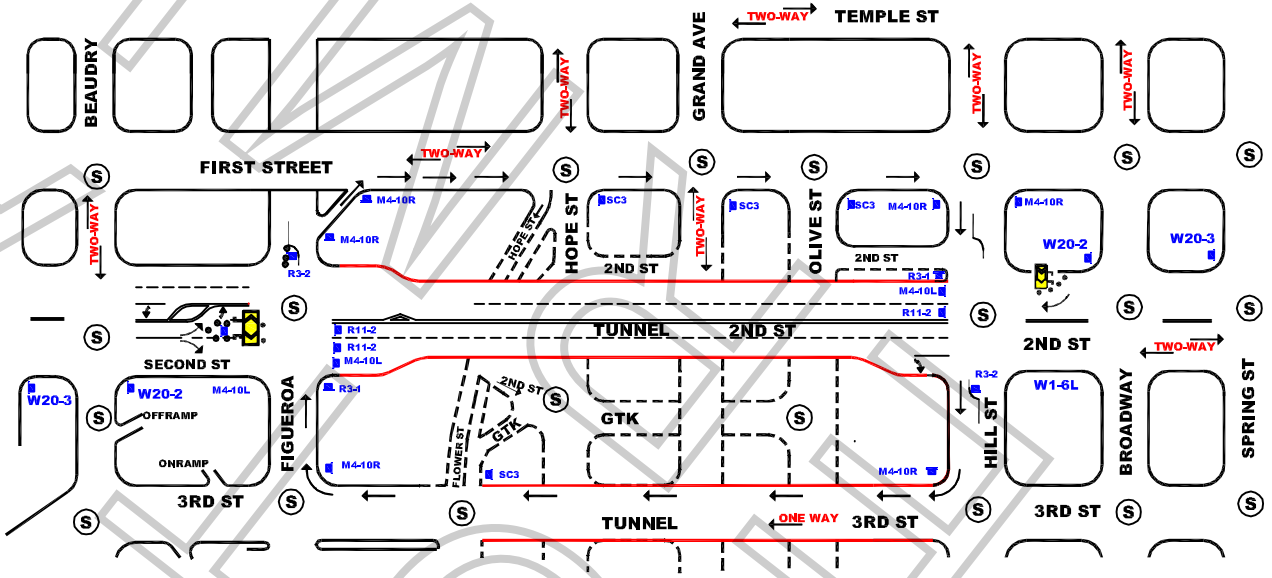


STREETLIGHT USA/BULLY
"CADILLAC"



ALL TRAFFIC CONTROL WILL BE INSTALLED AND CONFORM TO THE MUTCD AND WATCH MINIMUM REQUIREMENTS

JCL

WORK ZONE TRAFFIC CONTROL PLAN GENERAL NOTES

1. DATE/TIME: 1-16,17-10 FROM 06:00 HOURS TO 18:00 HOURS.
2. DATE/TIME: 1-23,24-10 FROM 06:00 HOURS TO 18:00 HOURS.
3. ALL SIGNING, STRIPING, AND TRAFFIC CONTROL DEVICES SHALL CONFORM TO THE (CURRENT) STATE OF CALIFORNIA DEPARTMENT OF TRANSPORTATION (CALTRANS) STANDARD PLANS AND STANDARD SPECIFICATIONS, CALIFORNIA MUTCD, AND ANY ADDENDUMS THERETO, AND AS SHOWN ON THESE PLANS, SYMBOLS AND ABBREVIATIONS USED ARE SHOWN ON CALTRANS STANDARD PLANS A10A&B, A20A-D, AND A24A-E.
4. THERE WILL BE NO INTERFERENCE WITH TRAFFIC SIGNALS OR CROSSWALKS.
5. CONES WILL BE 28" MINIMUM HEIGHT AND HAVE REFLECTORIZED SLEEVES FOR NIGHT WORK.
6. POLICE WILL DIRECT TRAFFIC IF NECESSARY.

JCL BARRIDADE COMPANY.
2334 E. EIGHTH ST., CA 90021
Ph: (213) 622-9775 * Fax: (213) 622-9790
CA Lic # 805357
TRAFFIC PLAN DRAWN BY:
ISMAEL RODRIGUEZ

Traffic control plan is drawn per MUTCD & 2006 Work Area Traffic Control Handbook

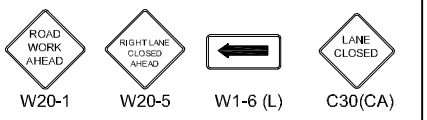
TRAFFIC CONTROL FOR:	PROJECT LOCATION:	LOCATION CONTACT:
STREETLIGHT USA/BULLY "CADILLAC"	2ND STREET TUNNEL HILL STREET TO FIGUEROA ST CITY OF LOS ANGELES, CA	TIM BALLOU OFFICE # 323.763.9000

REV#	DATE	REVISION DESCRIPTION

Permit #E0023456

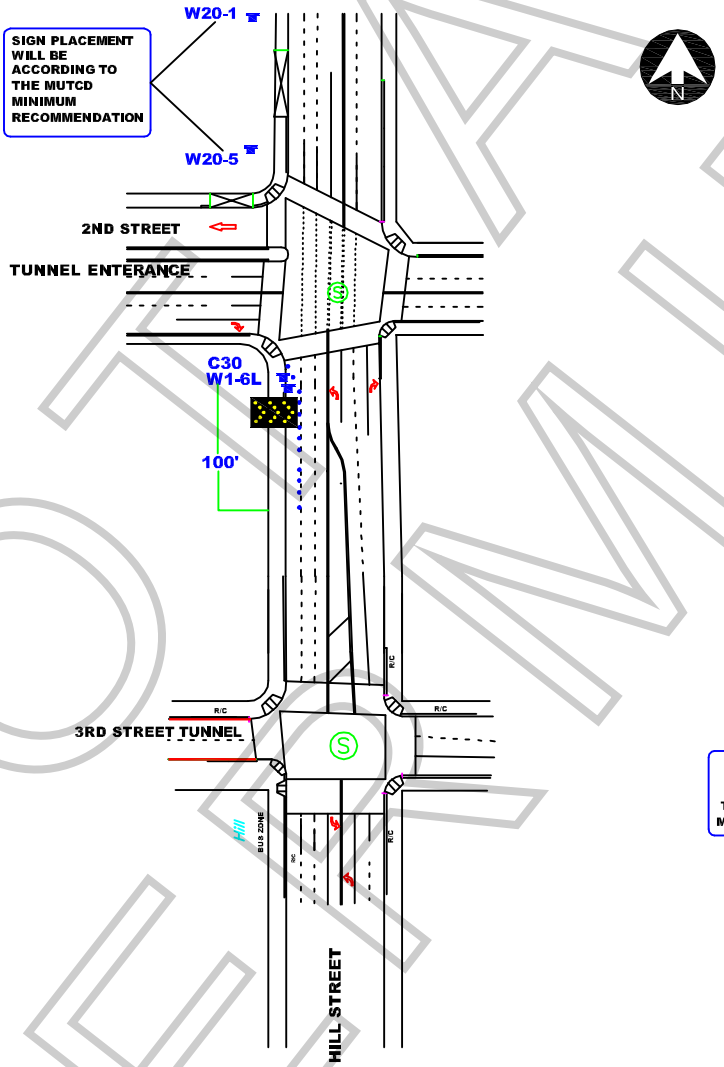
FOR REVIEW

Permit #F00023456



TRAFFIC CONTROL FOR:
STREETLIGHT USA/BULLY FILMS
"CADILLAC"
FILMING

FLASHING ARROW SIGN (FAS)
28" TRAFFIC CONE
TYPE II BARRICADE WITH SIGN



NOT A PERMIT

WORK ZONE TRAFFIC CONTROL PLAN GENERAL NOTES

1. DATE/TIME: 1-16, 2010 FROM 06:00 HOURS TO 18:00 HOURS.

3. ALL SIGNING, STRIPING, AND TRAFFIC CONTROL DEVICES SHALL CONFORM TO THE (CURRENT) STATE OF CALIFORNIA DEPARTMENT OF TRANSPORTATION (CALTRANS) STANDARD PLANS AND STANDARD SPECIFICATIONS, CALIFORNIA MUTCD, AND ANY ADDENDUMS THERETO, AND AS SHOWN ON THESE PLANS, SYMBOLS AND ABBREVIATIONS USED ARE SHOWN ON CALTRANS STANDARD PLANS A10A&B, A20A-D, AND A24A-E.
4. THERE WILL BE NO INTERFERENCE WITH TRAFFIC SIGNALS OR CROSSWALKS.
5. CONES WILL BE 28" MINIMUM HEIGHT AND HAVE REFLECTORIZED SLEEVES FOR NIGHT WORK.
6. POLICE WILL DIRECT TRAFFIC IF NECESSARY.

JCL BARRICADE COMPANY. *2334 E. EIGHTH ST., CA 90021* *Ph: (213) 622-9775* *Fax: (213) 622-9790* *CA Lic # 805357* *TRAFFIC PLAN DRAWN BY:* *ISMAEL RODRIGUEZ*	PROJECT LOCATION: HILL ST AND 2ND ST CITY OF LOS ANGELES, CA	LOCATION CONTACT: TIM @ FILM THIS Office 213-763-9000	REV# / DATE / REVISION DESCRIPTION

APPOINTMENT OF FILM THIS PRODUCTION SERVICES, INC. AS AUTHORIZED AGENT AND REPRESENTATIVE

I certify that I am a representative of *Bully Films/Streetlight USA* ("Principal") and am
Name of "Principal" / Production Company

authorized to enter into binding contractual agreements on Principal's behalf. I further certify that I am authorized by principal to appoint other representatives and agents for Principal and to give such representatives and agents authority to enter into and bind Principal to agreements relating to the issuance and compliance with location film (e.g. theatrical, television, commercial, and other motion picture filming) and still photographic permits, including the permits themselves and any riders to such permits. Acting on the behalf of Principal in my capacity as it's authorized representative, I appoint Film This Production Services, Inc. (a.k.a. Film This) and it's employees and agents ("Film This") as Principal's authorized representatives and agents to apply for and receive location film (e.g. theatrical, television, commercial, and other motion picture filming) and still photographic permits on behalf of Principal through the *FILM L.A., INC.* for any city , county or other jurisdiction where *FILM L.A., INC.* operates: to negotiate, discuss, accept, modify, agree to bind the Principal to the terms and conditions of such permits (including any restrictions and/or community guidelines applicable to any such permit) and to execute such permits on behalf of Principal. Principal understands, acknowledges and agrees that it (and/or it's insurer) remains responsible for liable and all obligations imposed by or incidental to any permit or rider issued to Principal signed by an employee or agent of (including any coordinator, runner or messenger used by) Film This. Principal further agrees to comply with the terms and conditions of any such permits and hereby appoints Film This as an authorized representative to facilitate compliance with such terms and conditions following issuance of such permits and to enter into agreements for Principal with respect thereto. Any person, City, agency, entity or organization (including *FILM L.A., INC.* and any city, county or other jurisdiction where *FILM L.A., INC.* operates) may rely on this appointment and not need obtain any further authorization for any act described herein. An original or faxed copy of this appointment shall be sufficient and may be treated as an original for all purposes. The appointment may be revoked by Principal at anytime in writing delivered to *FILM L.A., INC.*, but in any case shall expire one (1) year from the date of execution set forth below.

I declare under penalty of perjury under the laws of the State of California that I am authorized to appoint Film This as an agent for Principal and based on that authority I hereby appoint Film This as Principal's agent as set forth herein.

Dated *1/15/10*

By _____
Representative's Signature

Bully Films/Streetlight USA
Name of "Principal" (Production Company)

858 Burrell St.
Principal's Address

Albert Epps
Print Princpal Representative's Name

Marina Del Rey, CA 90292
City, State, Zip Code

Location Manager
Representative's Title (i.e. UPM, Loc Mgr)

310-745-1635
Principal's Telephone Number

INCENTIVE PERMIT

SPECIAL FILMING CONDITIONS
RESIDENTIAL/COMMERCIAL AREAS OF
DOWNTOWN METROPOLITAN LOS ANGELES

The Special Filming Conditions described below will be included in the terms and conditions of permits issued for filming in this area and are in addition to the standard terms and conditions applicable to filming permits generally. While these Special Filming Conditions will be included as terms if a permit for filming in this area is issued, they are not intended to, and do not, establish the criteria or standards for determining whether or not a particular permit (or permits) will be issued for this area. The decision whether or not a particular permit (or permits) will be issued is vested in the discretion of the appropriate City or County department or their designees (including FilmL.A., Inc.), to be exercised consistent with public health, safety and general welfare, and applicable land-use ordinances.

The Downtown Los Angeles Central Business District is occupied by commercial/industrial businesses, as well as residential properties. There are also many popular hotels in the downtown area frequented by visitors taking advantage of our city's cultural, historical and recreational venues.

In order to better balance the concerns of business/commerce and provide for the residential aspects of this area of Los Angeles, FilmL.A. has developed the following Special Filming Conditions. Your cooperation in adhering to the Conditions will ensure the industry's continued access to these vitally important filming sites.

NOTE: THE FOLLOWING SPECIAL FILMING CONDITIONS DO NOT APPLY TO THOSE AREAS ZONED AS "LIGHT MANUFACTURING/PARKING" OR "HEAVY MANUFACTURING".

- **All filming activities (including parking of production equipment, cast/crew parking, catering, and preparation/strike) within 200 feet of any residential building (including hotels) are not permitted between the hours of 10 p.m. and 7 a.m. unless first approved by FilmL.A.** through the approved Filming Survey procedure and indicated on the permit.

- **Low level helicopter activity within ½ of a mile of residential buildings and taking place between the hours of 10:00 p.m. and 7:00 a.m. will not be allowed.**

- **All low-flying helicopter work in the vicinity of buildings, especially residential structures, requires the Federal Aviation Administration (FAA) reviewed and accepted plan of activities also to be filed with FilmL.A.**

- **Notification of the representatives of residents, merchants and businesses within 500 feet of all filming activities should be done 48 hours in advance of filming or substantial prep work, time permitting.** Additional notification beyond a distance of 500 feet may be required for permits requesting extraordinary filming activities, to be determined by FilmL.A.

- **Due to the congestion from normal commuter traffic, Intermittent Traffic Control (ITC) is generally not permitted on weekdays between the hours of 7:00 a.m. - 9:00 a.m. and 3:00 p.m. - 7:00 p.m.**

- **Production companies are required to completely remove all trash, food, cardboard boxes, etc.** from the general vicinity at the end of each filming day. Food should **NOT** be given directly to the homeless persons in the area; if a production company wishes to donate food, it

FilmL.A. Inc. NOT A PERMIT

should be delivered to missions or groups in the area which are designated and sanctioned to distribute food and other supplies to the homeless. Production companies will be held responsible for the actions of catering companies contracted to provide food for cast and crew.

- **All of the Special Conditions referenced herein apply to filming in or near the 2nd and 3rd Street tunnels.** All filming activities within the tunnels between the hours of 10:00 p.m. and 7:00 a.m. must be contained to areas at least 100 feet from tunnel openings, unless signature approval is obtained from affected residential buildings near the tunnel entrances, and indicated on the permit. The activities may not be audible beyond tunnel openings, and lighting may not illuminate or affect any nearby buildings.

In addition to the conditions referenced above, production companies must adhere to the following conditions when filming on Lower Grand Avenue between General Thaddeus Kosciusko (GTK) Way and 4th Street:

- **The walls of Lower Grand Avenue are private property** and may not be dressed, painted, or used in any way unless permission is granted by the representative of the affected property. The following are the names and phone numbers of the most affected building representatives:

o Museum of Contemporary Art (MOCA)	Cari Stafford	213.621.2766
o One California Plaza, (Maguire Properties)	Natalie Park	213.687.2284
o Two California Plaza, (Maguire Properties)	Natalie Park	213.687.2284
o Wells Fargo Center (Maguire Properties)	Holly Mattan	213.253.4297
o Omni Hotel	Dan Pietrowski	213.617.3300
o Museum Tower & Grande Promenade	Aaron Bazile	213.229.9777
o Angelus Plaza	Joan Marke	213.623.4352

- **Blocking of loading docks or parking garage entrances and exits is strictly prohibited.**

- **No special effects, including smoke, steam or fog may occur on Lower Grand Avenue** without first obtaining clearance from the appropriate building contacts and maintenance engineers. Contact must be made at least **48 hours prior** to the proposed effect(s) unless appropriate, prior notifications to designated property management representatives have been made.

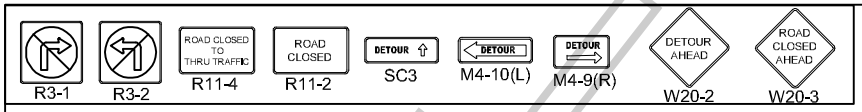
- **Generators may not be placed on the enclosed portion of Lower Grand Avenue. Suggested areas for generator placement are:**

1. the curb lane of 4th Street at least 200 ft east of Lower Grand Avenue;
2. the curb lane of 4th Street west of Lower Grand Avenue beyond the left turn lane; or
3. the center of Lower Grand Avenue directly under the openings to Upper Grand Avenue.

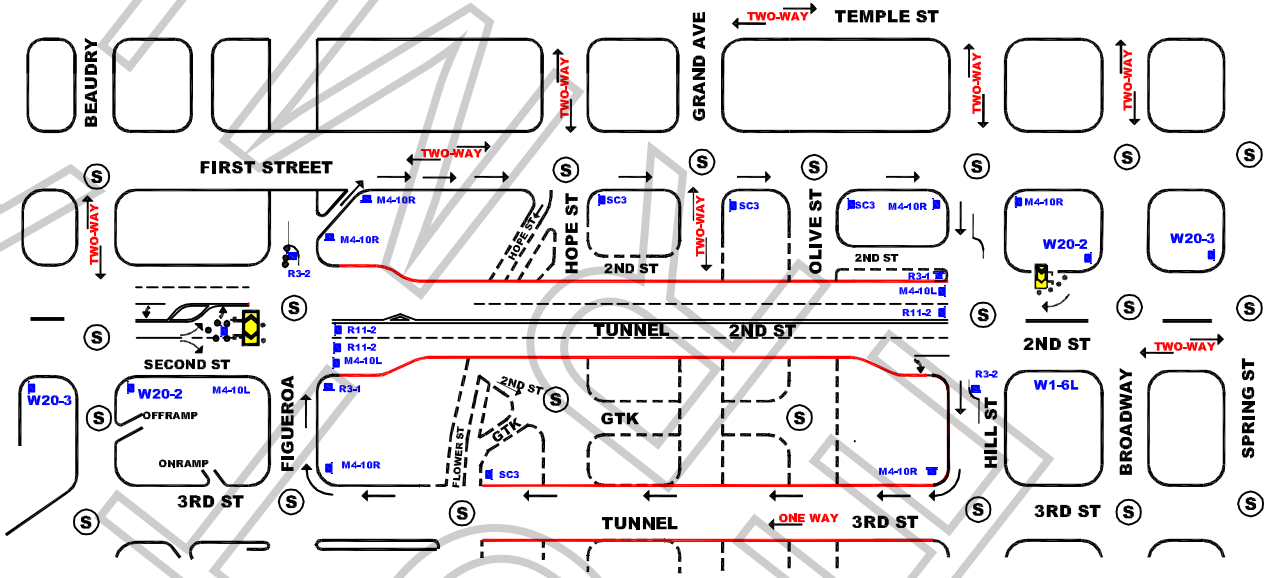
- **Companies must obtain property contact approval prior to covering or removing any building signage** and must replace removed/covered signs with temporary signage similar to the originals. If directional or street signage is removed, the production company must provide **complete directional signage** in the surrounding area, with emphasis on alternate parking entrances and exits. **Street signs may only be removed with FilmL.A. approval.**

- **Any filming activities requested and approved with less than 48-hour notification may not interfere with other ongoing activities in the area.**

NOT A PERMIT



STREETLIGHT USA/BULLY
"CADILLAC"



ALL TRAFFIC CONTROL WILL BE INSTALLED AND CONFORM TO THE MUTCD AND WATCH MINIMUM REQUIREMENTS

JCL

WORK ZONE TRAFFIC CONTROL PLAN GENERAL NOTES

1. DATE/TIME: 1-16,17-10 FROM 06:00 HOURS TO 18:00 HOURS.
2. DATE/TIME: 1-23,24-10 FROM 06:00 HOURS TO 18:00 HOURS.
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JCL BARRIDADE COMPANY.
2334 E. EIGHTH ST., CA 90021
Ph: (213) 622-9775 * Fax: (213) 622-9790
CA Lic # 805357
TRAFFIC PLAN DRAWN BY:
ISMAEL RODRIGUEZ

Traffic control plan is drawn per MUTCD & 2006 Work Area Traffic Control Handbook

TRAFFIC CONTROL FOR:	PROJECT LOCATION:	LOCATION CONTACT:
STREETLIGHT USA/BULLY "CADILLAC"	2ND STREET TUNNEL HILL STREET TO FIGUEROA ST CITY OF LOS ANGELES, CA	TIM BALLOU OFFICE # 323.763.9000

REV#	DATE	REVISION DESCRIPTION

Permit #E0023456

FOR REVIEW